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Counsel for the DIP Parties

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
BARNEYS NEW YORK, INC., <i>et al.</i> , ¹)	Case No. 19-36300 (CGM)
)	
Debtors.)	(Jointly Administered)
)	

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE THAT the undersigned counsel, pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and section 1109(b) of the Bankruptcy Code, enter their appearance as counsel for BRF Finance Co., LLC, Brigade Capital Management, LP, on behalf of its managed funds and accounts, and GACP Finance Co., LLC, in their capacity as lenders under the DIP facility (together, the "DIP Lenders"), and with respect to GACP Finance Co., LLC, in its capacity as administrative agent (in such capacity, the "DIP Agent," and together with the DIP Lenders, the "DIP Parties") in the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Barneys New York, Inc. (1818); Barney's Inc. (2980); BNY Catering, Inc. (4434); BNY Licensing Corp. (4177); and Barneys Asia Co. LLC (0819). The location of the Debtors' service address is: 575 Fifth Avenue, New York, New York 10017.

above-captioned chapter 11 cases (the "Cases"), and respectfully requests that the name of counsel listed below be added to the mailing list maintained by the Clerk, and that all notices given or required to be given in these Cases, and all pleadings and other papers served, or required to be served, in these Cases, be given to and served upon the following:

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PLEASE TAKE FURTHER NOTICE THAT, pursuant to section 1109(b) of the Bankruptcy Code, this request includes not only the notices and papers referred to in the Bankruptcy Rules and sections of the Bankruptcy Code specified above, but also includes, without limitation, any notice, application, complaint, demand, motion, petition, pleading or request, whether formal or informal, written or oral, whether transmitted or conveyed by regular mail, electronic mail, delivery service or some other means, or otherwise filed or made with regard to these Cases and proceedings therein. Further, this request includes copies of any disclosure statements to be submitted prior to approval and any and all plans of reorganization.

PLEASE TAKE FURTHER NOTICE THAT, this Notice of Appearance and Request for Service of Papers shall not be deemed to be or construed as a waiver of the DIP Parties' rights: (a) to have final orders in non-core matters entered only after de novo review by a District Judge; (b) to trial by jury in any proceeding so triable in this case or in any case, controversy or proceeding related to this case; or (c) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal. This Notice of Appearance and Request for Service of Papers is likewise not a waiver of any other rights, claims, actions or

setoffs to which the DIP Parties are or may be entitled, in law or in equity, all of which rights, claims, actions, defenses and setoffs the DIP Parties expressly reserve.

Dated: August 13, 2019

Respectfully submitted,

/s/ Sidney P. Levinson

Sidney P. Levinson

Michael C. Schneidereit (*pro hac vice* pending)

Jeremy D. Evans (*pro hac vice* pending)

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Counsel for the DIP Parties

CERTIFICATE OF SERVICE

I hereby certify that on August 13, 2019, a true and exact copy of the foregoing **Notice of Appearance and Request for Service of Papers** was filed electronically with the Clerk of the Court using the CM/ECF system, which in turn will send notification of such filing to all interested parties of record.

/s/ Sidney P. Levinson

Sidney P. Levinson